

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

CARLYLE AVIATION MANAGEMENT LIMITED, ACCIPITER INVESTMENTS AIRCRAFT 4 LIMITED, VERMILLION AVIATION (TWO) LIMITED, ACCIPITER HOLDINGS DAC, MAVERICK AVIATION HOLDINGS LTD., MANCHESTER AVIATION FINANCE S.à r.l., WELLS FARGO TRUST COMPANY, N.A., not in its individual capacity but solely in its capacity as OWNER TRUSTEE, UMB BANK, N.A., not in its individual capacity but solely in its capacity as OWNER TRUSTEE,

Plaintiffs,

v.

FRONTIER AIRLINES, INC.

Defendant.

Case No.: 1:23-cv-04774 (PAE)

**DECLARATION OF JED M. SCHWARTZ IN SUPPORT OF  
PLAINTIFFS' MOTION TO DISMISS DEFENDANT'S AMENDED COUNTERCLAIM**

I, Jed. M. Schwartz, hereby declare as follows:

1. I am a member of the law firm Milbank LLP, counsel to Plaintiffs-Counterclaim Defendants Carlyle Aviation Management Limited ("CAML"), Accipiter Investments Aircraft 4 Limited ("Accipiter"), Vermillion Aviation (Two) Limited ("Vermillion"), Accipiter Holdings DAC ("Accipiter Holdings"), Maverick Aviation Holdings Ltd. ("Maverick"), Manchester Aviation Finance S.à r.l. ("Manchester"), UMB Bank, N.A., not in its individual capacity but solely in its capacity as Owner Trustee ("UMB Trustee"), and Wells Fargo Trust Company, N.A., not in its individual capacity but solely in its capacity as Owner Trustee ("WF Trustee") (collectively, "Plaintiffs"), in the above-captioned action. I am a member in good standing of the

bar of the State of New York and of this Court.

2. Attached hereto as **Exhibit 1** is a redacted copy of Lease Form 2.

3. Attached hereto as **Exhibit 2** is an excerpted redacted copy of a Participation Agreement MSN 7524, dated as of December 15, 2017, between Accipiter, Wells Fargo Bank Northwest (in its individual capacity only as expressly stated therein and otherwise not in its individual capacity but solely as owner trustee) and Frontier. Certain financial information has been redacted from this copy.

4. Attached hereto as **Exhibit 3** is a true and correct excerpted copy of Lease Form 1.

5. Attached hereto as **Exhibit 4** is a true and correct copy of the Guaranty for MSN 8102 by Accipiter Holdings (“Guarantor”) in favor of Frontier Airlines, Inc. Guaranty (the “Beneficiary”), dated March 6, 2018. Certain financial information has been redacted from this copy.

6. Attached hereto as **Exhibit 5** is a true and correct copy of the email correspondence between Frontier’s counsel and me.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York  
September 27, 2023

/s/ Jed M. Schwartz  
Jed M. Schwartz